

RECORDATION NO. 30124-A FILED

APR 03 '12 -11 10 AM

**SURFACE TRANSPORTATION BOARD**

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April 3, 2012

**Via E-Filing**

Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423-0001  
Attention: Cynthia T. Brown, Chief of the Section of Administration

Dear Sir or Madam:

Enclosed for electronic filing and recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is an executed copy of the Termination dated April 2, 2012 (the "Termination") by Citicorp Railmark, Inc. ("Owner"), terminating the Memorandum (as hereinafter defined) and releasing the Owner's right, duties and liabilities in the 68 aluminum rapid discharge bottom dump coal hopper cars identified on Schedule 1 to the Memorandum and on Schedule 1 to the Termination. The Termination is a secondary document as defined in the Surface Transportation Board's Rules for the Recordation of Documents. The enclosed Termination relates to that certain Memorandum dated as of March 15, 2012 between Owner and Carol Muller (the "Memorandum"), which was filed with the Surface Transportation Board (the "STB") on March 15, 2012 and assigned recordation number 30124, which Memorandum is a primary document as defined in the STB's Rules for the Recordation of Documents.

The name and address of the party to the enclosed Termination is:

Owner: Citicorp Railmark, Inc.  
390 Greenwich Street, 1st Floor  
New York, NY 10013

A description of the railroad equipment covered by the enclosed Termination (68 aluminum rapid discharge bottom dump coal hopper cars) is set forth in Schedule 1 to the Termination.

The required recordation fee of \$41.00 is being paid to the STB by charge to our firm account.

Kindly return a file-stamped copy of the Termination and this letter to Susan G. Lichtenfeld at DLA Piper LLP (US), 203 North LaSalle Street, Suite 1900 Chicago, Illinois 60601.

Following is a short summary of the enclosed document:

Secondary Document to be Recorded

Termination dated April 2, 2012 by Citicorp Railmark, Inc.

Document to Which the Secondary Document Relates

Memorandum dated as of March 15, 2012 between Citicorp Railmark, Inc. and Carol Muller, which was filed with the STB on March 15, 2012 and assigned recordation number 30124.

Sincerely,

**DLA PIPER LLP (US)**

  
Susan G. Lichtenfeld

SGL/rc  
Enclosure

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## TERMINATION

SURFACE TRANSPORTATION BOARD

THIS TERMINATION (this "Termination"), is made this 2nd day of April, 2012, by Citicorp Railmark, Inc., a Delaware corporation ("Seller").

WHEREAS, Seller and Carol Muller ("Buyer") are parties to a Memorandum dated as of March 15, 2012 (the "Memorandum"); and

WHEREAS, the Memorandum was duly filed for recordation with the Surface Transportation Board (the "STB") pursuant to 49 U.S.C. Section 11301, on March 15, 2012 and assigned recordation number 30124; and

WHEREAS, Seller desires to terminate and cancel the Memorandum with respect to the equipment described herein and to record such termination and cancellation with the STB;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Seller, intending to be legally bound, agrees as follows:

Seller hereby terminates and cancels the Memorandum, effective as of the date hereof, with respect to the equipment described on Schedule 1 attached hereto (hereinafter, the "Terminated Equipment"), and Seller hereby confirms that as of the date hereof Seller is no longer the owner of the Terminated Equipment and that no rights, duties or liabilities under the Memorandum with respect to such Terminated Equipment shall survive such termination and cancellation of the Agreement, except with respect to acts, events, or omissions under the Memorandum occurring on or prior to the date hereof.

Seller agrees to record this Termination with the STB so as to release any lien against the Terminated Equipment created by or arising out of the Memorandum.

Nothing herein contained shall be construed to terminate and cancel the Memorandum with respect to any equipment other than the Terminated Equipment hereinabove specifically described.

IN WITNESS WHEREOF, Seller has caused this Termination to be executed as of the day and year first above written.

I certify that I hold the title set forth below, that this instrument was signed on behalf of Seller by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Seller. I further declare under penalty of perjury that the foregoing is true and correct.

CITICORP RAILMARK, INC.

By: Tom McGraw  
Name: Tom McGraw  
Its: Senior Vice President

**SCHEDULE 1  
TO TERMINATION**

**TERMINATED EQUIPMENT**

Sixty eight (68) 1986 Ortner built 3800 c.f. 263,000 lbs. aluminum rapid discharge bottom dump coal hopper cars, marked and numbered as follows (all inclusive):

#	Mark	Number	#	Mark	Number
1	GALX	86001	35	GALX	86280
2	GALX	86005	36	GALX	86282
3	GALX	86020	37	GALX	86298
4	GALX	86029	38	GALX	86300
5	GALX	86030	39	GALX	86312
6	GALX	86045	40	GALX	86318
7	GALX	86048	41	GALX	86321
8	GALX	86056	42	GALX	86339
9	GALX	86079	43	GALX	86366
10	GALX	86081	44	GALX	86386
11	GALX	86087	45	GALX	86390
12	GALX	86089	46	GALX	86400
13	GALX	86094	47	GALX	86403
14	GALX	86098	48	GALX	86427
15	GALX	86107	49	GALX	86430
16	GALX	86110	50	GALX	86436
17	GALX	86136	51	GALX	86445
18	GALX	86139	52	GALX	86455
19	GALX	86159	53	GALX	86472
20	GALX	86165	54	GALX	86476
21	GALX	86174	55	GALX	86478
22	GALX	86182	56	GALX	86481
23	GALX	86185	57	GALX	86484
24	GALX	86187	58	GALX	86486
25	GALX	86188	59	GALX	86488
26	GALX	86193	60	GALX	86491
27	GALX	86201	61	GALX	86493
28	GALX	86208	62	GALX	86504
29	GALX	86218	63	GALX	86506
30	GALX	86226	64	GALX	86507
31	GALX	86240	65	GALX	86541
32	GALX	86242	66	GALX	86553
33	GALX	86260	67	GALX	86592
34	GALX	86268	68	GALX	86599